

EXHIBIT B
(Proposed Order)

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

SECURITIES INVESTOR PROTECTION
CORPORATION,

Plaintiff-Applicant,

v.

BERNARD L. MADOFF INVESTMENT
SECURITIES LLC,

Defendant.

Adv. Pro. No. 08-01789 (BRL)

SIPA Liquidation

(Substantively Consolidated)

In re:

BERNARD L. MADOFF,

Debtor.

**ORDER AUTHORIZING TRUSTEE TO ENTER INTO JOINT LITIGATION
AGREEMENT**

Upon the Motion (“Motion”) of the Trustee¹ for an order, pursuant to sections 1526, 1527 and 105(a) of the Bankruptcy Code, authorizing the Trustee to enter into the Litigation Agreement; and the Court having reviewed the Motion; and the Court having determined that the legal and factual bases set forth in the Motion establish just cause for the relief requested therein; and the Court having jurisdiction to consider the Motion and the relief requested therein pursuant to section 78eee(b)(4) of SIPA, 28 U.S.C. §§ 157 and 1334; and venue being proper in this district pursuant to section 78eee(b)(4) of SIPA and 28 U.S.C. §§ 1408 and 1409; and it appearing that notice of the Motion was properly given and no further notice of the Motion is necessary; it is hereby,

ORDERED, that the relief requested in the Motion is granted; and it is further

¹ Capitalized terms not otherwise defined herein shall have the meanings given to them in the Motion.

ORDERED, that the Trustee is authorized to enter into the Litigation Agreement and pursue the Claims in accordance with the terms thereof.

Dated: New York, New York
December __, 2010

HONORABLE BURTON R. LIFLAND
UNITED STATES BANKRUPTCY JUDGE